

**First Union Rail Corporation**

One O'Hare Center  
6250 River Road, Suite 5000  
Rosemont, Illinois 60018-4214  
847 318-7575  
Fax 847 318-7588

**VIA FEDERAL EXPRESS**

**FIRST  
UNION®**

October 26, 1998

RECORDATION NO. 21745 FILED

OCT 27 '98

4-08 PM

Surface Transportation Board  
Attn: Jan Fort  
1925 K Street, N.W., Room 704  
Washington, DC 20423-0001

**Re: Memorandum of Lease Agreement**

Dear Ms. Fort:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) originals and one (1) copy of a Memorandum of Lease Agreement, dated August 11, 1998, a primary document as defined in the Board's Rules for the Recordation of Documents. The names and addresses of the parties to the enclosed document are:

Lessor: First Union Rail Corporation  
One O'Hare Centre  
6250 River Road, Suite 5000  
Rosemont, IL 60018

Lessee: Archer Daniels Midland  
4666 Faries Parkway  
Decatur, IL 62525

A description of the railroad equipment covered by the enclosed document is set forth on Exhibit A, as attached to such Memorandum.

Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return two (2) stamped originals of the enclosed document to the undersigned.

If you have any questions or concerns regarding the above-referenced matter, please feel free to contact me at (847) 384-5355. Thank you for your cooperation in this matter.

Very truly yours,

*Susan Grokulska*

Susan Grokulska  
Manager - Documents Administration

Enclosures

(ADM013)

EXHIBIT A  
to  
RIDER NO. 14

RECORDATION NO. 21745 FILED

OCT 27 '98

4-08 PM

## MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 2nd day of October, 1998, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Archer Daniels Midland.

W I T N E S S E T H:

The undersigned Lessor and Lessee have entered into that certain Master Lease Agreement (the "Lease"), dated as of August 25, 1997, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 14 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of October 1, 1998 and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

## LESSOR:

FIRST UNION RAIL CORPORATION

## ATTEST:

By: [Signature]  
Name: K. A. Dombrowski

Title: MANAGER - DOCUMENTATION

By: [Signature]  
Name: RICHARD F. SEYMOUR  
Title: Vice President Sales & Marketing

Executed on this 2nd day of October, 1998.

[CORPORATE SEAL]

STATE OF ILLINOIS

COUNTY OF COOK

I, Susan Grokulsky, a Notary Public of the County and State aforesaid, certify that Richard F. Seymour personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 2nd day of October, 1998.

Susan Grokulsky  
Notary Public

My Commission Expires:

8/14/2000  
(Notary Public)



LESSEE:

ARCHER DANIELS MIDLAND

ATTEST:

By: DAVIN MEYER  
Name: DAVIN MEYER  
Title: Secretary

By: Randy Neumaier  
Name: Randy Neumaier  
Title: Vice President Rail Transportation

Executed on this 2nd day of October, 1998.

[CORPORATE SEAL]

STATE OF Illinois  
COUNTY OF Macon

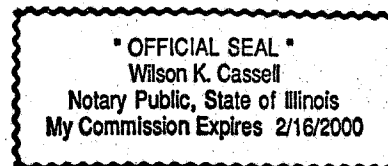
I, Wilson K. Cassell, a Notary Public of the County and State  
aforesaid, certify that RANDY NEUMAIER personally appeared before me this day and  
acknowledged his due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 2nd day of October,  
1998.

Wilson K. Cassell  
Notary Public

My Commission Expires:

2/16/2000  
(Notary Public)



**EXHIBIT A**  
**to**  
**MEMORANDUM OF LEASE**

NUMBER OF CARS: 100

DESCRIPTION OF CARS: 5150 c. f. Covered Hopper cars

CAR NUMBERS:

FURX 840180	FURX 840266	NDYX 515562	NDYX 515646
FURX 840181	FURX 840268	NDYX 515578	NDYX 515647
FURX 840182	FURX 840269	NDYX 515579	NDYX 515654
FURX 840183	FURX 840271	NDYX 515580	NDYX 515660
FURX 840184	FURX 840275	NDYX 515585	NDYX 515662
FURX 840189	FURX 840278	NDYX 515587	NDYX 515665
FURX 840199	FURX 840279	NDYX 515594	NDYX 515667
FURX 840200	FURX 840290	NDYX 515595	NDYX 515674
FURX 840201	FURX 840295	NDYX 515597	NDYX 515677
FURX 840203	FURX 840298	NDYX 515598	NDYX 515679
FURX 840209	FURX 840300	NDYX 515599	NDYX 515685
FURX 840213	FURX 840301	NDYX 515602	NDYX 515686
FURX 840218	FURX 840305	NDYX 515604	NDYX 515687
FURX 840221	FURX 840306	NDYX 515606	NDYX 515689
FURX 840225	FURX 840311	NDYX 515618	NDYX 515698
FURX 840226	FURX 840319	NDYX 515625	NDYX 516500
FURX 840227	NDYX 515500	NDYX 515626	NDYX 516501
FURX 840228	NDYX 515502	NDYX 515627	NDYX 516511
FURX 840233	NDYX 515504	NDYX 515631	NDYX 516517
FURX 840238	NDYX 515522	NDYX 515634	NDYX 516519
FURX 840241	NDYX 515526	NDYX 515636	NDYX 516520
FURX 840243	NDYX 515541	NDYX 515638	NDYX 516522
FURX 840245	NDYX 515542	NDYX 515639	NDYX 516527
FURX 840253	NDYX 515544	NDYX 515640	NDYX 516530
FURX 840254	NDYX 515547	NDYX 515641	NDYX 516535
			Count: 100